

PX 688

From: [REDACTED]
Sent: 3/22/2016 12:31:48 PM
To: [REDACTED]@ripple.com]; Brad Garlinghouse [REDACTED]@ripple.com]; Chris Larsen [REDACTED]@ripple.com]
CC: [REDACTED]com]; [REDACTED]com]
Subject: FW: Ripple Series B Financing -- Executed documents from [REDACTED]
Attachments: 7AAF7059-6250-4DE5-9416-83CDA906F024[5].png; Ripple Sr B Sig Pages for [REDACTED].pdf

Hi [REDACTED] - Please see the attached executed sig pages. Our wire will go out today. Please let us know if there are any questions or clarifications needed from our side.

Best,

[REDACTED]

[REDACTED]

Co-Founder and Managing Partner

[REDACTED]

Invest alongside us or follow our individual investments at:

[REDACTED]

Follow me on Twitter:

[REDACTED]

From: [REDACTED]
Date: Tuesday, March 22, 2016 at 8:32 AM
To: [REDACTED]
Cc: [REDACTED]
Subject: Re: Ripple Series B Financing -- Approval Request

[REDACTED]

Please forward these executed sig pages to everyone on that email of legal documents for Ripple.

[REDACTED] will be setting up the wire for me to approve shortly,

[REDACTED]

[REDACTED]

Co-Founder and Managing Partner

[REDACTED]

[REDACTED]

Invest alongside us or follow our individual investments at:

[REDACTED]

Documents for Ripple B

Sent from my iPhone - please excuse typos

Begin forwarded message:

From: [REDACTED]@ripple.com>
Date: March 18, 2016 at 5:43:20 PM PDT
To: [REDACTED]@ripple.com>
Cc: Chris Larsen [REDACTED]@ripple.com>, Brad Garlinghouse <[REDACTED]@ripple.com>
Subject: Ripple Series B Financing -- Approval Request

CONFIDENTIAL – Please do not disclose

As you know, Ripple is preparing to close a Series B Financing round, in which you are participating as an investor. As a participant in the Financing, please sign the attached Series B financing documents. In addition, as a holder of Series A Preferred Stock, please sign the attached stockholder consent in order to approve the Financing and related matters.

Attached for your review are the following documents (along with redlines against the equivalent documents from the Series A financing, where applicable):

- Restated Certificate of Incorporation
- Series B Preferred Stock Purchase Agreement
- Amended and Restated Voting Agreement
- Amended and Restated Investors' Rights Agreement
- Amended and Restated First Refusal and Co-Sale Agreement
- Schedule of Exceptions to the Preferred Stock Purchase Agreement
- Stockholder Consent
- Secretary Certificate
- Compliance Certificate
- Form of Legal Opinion
- A separate PDF file of only your respective signature pages

Please sign, but do not date, and email your respective packet to us at your earliest convenience but no later than Wednesday, March 23, 2016 at 3PM PST.

Once we have collected all necessary consents, we will give you the green light to wire your investment amount, as shown in the Schedule of Investors attached to the Series B Preferred Stock Purchase Agreement, to the following wire instructions:

To:

Routing:

Swift:

Account:

Credit to: Ripple Labs, Inc.

If you have any questions, please let us know as soon as possible. We are scheduled for an initial closing on Friday, March 25. We thank you for your expediency and assistance with the Financing.

Best,

[REDACTED]

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[REDACTED]

CEO | Ripple

[REDACTED]@ripple | ripple.com